

EXHIBIT “6”

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SOLICITATION PACKAGE FOR USA COMMERCIAL MORTGAGE COMPANY, ET AL.**DIRECT ALL INQUIRIES TO THE SOLICITATION AGENT: BMC GROUP****TELEPHONE: (888) 909-0100****WEBSITE: www.bmcgroup.com/usacmc****UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re: USA COMMERCIAL MORTGAGE COMPANY,	Debtor.	Case No. BK-S-06-10725 LBR
In re: USA CAPITAL REALTY ADVISORS, LLC,	Debtor.	Case No. BK-S-06-10726 LBR
In re: USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,	Debtor.	Case No. BK-S-06-10727 LBR
In re: USA CAPITAL FIRST TRUST DEED FUND, LLC,	Debtor.	Case No. BK-S-06-10728 LBR
In re: USA SECURITIES, LLC,	Debtor.	Case No. BK-S-06-10729 LBR
Affects:		Chapter 11
<input checked="" type="checkbox"/> All Debtors		Jointly Administered Under Case No. BK-S-06-10725 LBR

IMPORTANT DATES

- Voting Record Date: November 6, 2006
- Voting Deadline: December 11, 2006 at 4:00 p.m. Prevailing Pacific Time
- Confirmation Objection Deadline: December 11, 2006
- Hearing to Confirm the Plan: December 19, 2006 at 10:00 a.m. Prevailing Pacific Time

CONTENTS

- Notice of Confirmation Hearing and Related Deadlines and Procedures for Seeking Approval of and Objection to Confirmation of the Debtors' Third Amended Joint Plan of Reorganization
- Summary of Treatment of Creditors and Interest Holders Under Third Amended Plan
- Committee Letters in Support of the Plan
- Debtors' First Amended Disclosure Statement
 - Exhibit 1: Debtors' Third Amended Joint Chapter 11 Plan of Reorganization
 - Exhibit 2: Loan Summary
 - Exhibit 3: Organizational Chart
 - Exhibit 4: Liquidation Analysis
- Order Approving: (A) Debtors' Disclosure Statement; (B) Proposed Notice of Confirmation Hearing; (C) Proposed Solicitation and Notice Procedures; and (D) Proposed Form of Ballots

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1 the holders of Allowed Direct Lender General Unsecured Claims. All costs of distribution
2 allocable to a particular group of beneficiaries shall be paid from such respective distributions in
3 accordance with the USACM Trust Agreement.

4 **2. Post-Effective Date DTDF.**

5 Post-Effective Date DTDF shall be governed pursuant to the Plan and the DTDF Amended
6 Operating Agreement. A copy of the DTDF Amended Operating Agreement shall be included in
7 the Plan Documents Supplement. Allowed Equity Interests in DTDF shall survive the Effective
8 Date, and be the sole beneficiaries of Post-Effective Date DTDF.

9 The DTDF Amended Operating Agreement will modify the DTDF Operating Agreement
10 to include, but not be limited to, the elimination of the management provisions and fees relating
11 USA Realty. The DTDF Amended Operating Agreement will also include all disclosures required
12 under sections 1129(a)(4) and (a)(5) of the Bankruptcy Code. Post-Effective Date DTDF, through
13 the DTDF Administrator, shall have the discretion, subject to review by the DTDF Post-Effective
14 Date Committee in accordance with the DTDF Amended Operating Agreement, to realize assets
15 whether by suit, compromise, release or otherwise. The DTDF Amended Operating Agreement
16 shall provide for all expense reserves necessary for Post-Effective Date DTDF.

17 The DTDF Committee will propose the Person to serve as the DTDF Administrator, after
18 advice and consent of DTDF, and will provide all disclosures required respecting the Person
19 pursuant to sections 1129(a)(4) and (a)(5) of the Bankruptcy Code, not less than ten (10) days
20 before the Confirmation Hearing. The DTDF Administrator shall be appointed by the Court at the
21 Confirmation Hearing.

22 Post-Effective Date DTDF shall retain the DTDF Estate and shall be funded by and consist
23 of all assets of the DTDF Estate not collected or disposed of prior to the Effective Date, including
24 all Cash and noncash proceeds. The assets of the DTDF Estate retained by Post-Effective Date
25 DTDF include the DTDF Loans (including but not limited to rights associated with the former
26 Epic and Sheraton Loans and the Loan Servicing Agreements for the Excluded DTDF Loans), the
27 FTDF Transferred Assets, all DTDF Litigation Claims, including without limitation the Non-
28 Debtor Insider Litigation, belonging to or assertable by the DTDF Estate, and the DTDF Estate.

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